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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u> ,	:	Case No. 08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
-----X	:	

**THIRD SUPPLEMENTAL DECLARATION OF
PATRICK J. TROSTLE IN CONNECTION WITH
EXAMINER'S APPLICATION TO RETAIN JENNER & BLOCK LLP**

I, Patrick J. Trostle, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true to the best of my knowledge, information, and belief:

1. I am a partner of Jenner & Block LLP ("Jenner & Block" or the "Firm"), a law firm with offices in Chicago, Illinois; New York, New York; Washington, D.C.; and Los Angeles, California. I am currently resident in the Firm's New York office. I am duly authorized to make this Declaration (the "Third Supplemental Declaration") on behalf of Jenner & Block. Except as otherwise indicated, the facts set forth in this Third Supplemental

Declaration are personally known to me and, if called as a witness, I could and would testify thereto.

2. I submit this Third Supplemental Declaration in connection with the Application of the Examiner for Order Authorizing the Retention and Employment of Jenner & Block as His Counsel *Nunc Pro Tunc* as of January 19, 2009 (the “Application”), which was filed on January 23, 2009 [Docket No. 2627] in the above-captioned Chapter 11 cases (the “Chapter 11 Cases”) of Lehman Brothers Holdings, Inc. and its affiliated debtors (collectively, the “Debtors”)¹ and made pursuant to 11 U.S.C. §§ 105(a) and 327 and the Court’s Order Directing Appointment of an Examiner Pursuant to Section 1104(c)(2) of the Bankruptcy Code, entered January 16, 2009 (the “Examiner Order”). In support of the Application, I filed an initial declaration (the “Initial Declaration”), dated January 23, 2009, disclosing connections with certain identified persons and entities. On February 11, 2009, the Court entered an order granting the Application [Docket No. 2803]. On May 28 and November 6, 2009, I filed a supplemental declaration (the “Supplemental Declaration”) and second supplemental declaration (the “Second Supplemental Declaration”), respectively, disclosing additional connections with certain of the originally identified parties and supplemental identified parties [Docket Nos. 3676, 5752].

3. Subsequent to the filing of the Application, the Initial Declaration, the Supplemental Declaration, and the Second Supplemental Declaration, Jenner & Block has

¹In addition to LBHI, the following entities are debtors in the Chapter 11 Cases: LB 745 LLC; PAMI Statler Arms LLC; Lehman Brothers Commodity Services Inc.; Lehman Brothers Special Financing Inc.; Lehman Brothers OTC Derivatives Inc.; Lehman Brothers Derivative Products Inc.; Lehman Commercial Paper Inc.; Lehman Brothers Commercial Corporation; Lehman Brothers Financial Products Inc.; Lehman Scottish Finance L.P.; CES Aviation LLC; CES Aviation V LLC; CES Aviation IX LLC; East Dover Limited; Luxembourg Residential Properties Loan Finance S.a.r.l.; BNC Mortgage LLC; Structured Asset Securities Corporation; LB Rose Ranch LLC; LB 2080 Kalakaua Owners LLC; Merit LLC; LB Somerset LLC; LB Preferred Somerset LLC.

continued to monitor new client matters at the firm and whether such new matters have any connections with any of the previously identified parties. Jenner & Block also has conducted searches to determine whether Jenner & Block and its partners, attorneys, or counsel have any connections with persons and entities that subsequently have been identified, as potential parties in interest in the Chapter 11 Cases, by counsel to the Debtors (such persons and entities, the “Supplemental Identified Parties”). The list of Supplemental Identified Parties is attached hereto as Exhibit 1.

Jenner & Block’s Disinterestedness and Supplemental Disclosure of Connections

4. In preparing this Third Supplemental Declaration, and in order to ascertain Jenner & Block’s “connections,” as that term is used in Bankruptcy Rule 2014 with the Supplemental Identified Parties and to update any new “connections” with previously identified parties, I caused a set of procedures developed by Jenner & Block to be used to ensure full compliance with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and any local rules of the Court regarding the retention of professionals under the Bankruptcy Code (the “Firm Disclosure Procedures”). Pursuant to the Firm Disclosure Procedures, I performed, or caused to be performed, the following actions to identify Jenner & Block’s connections to the Supplemental Identified Parties and to update any new connections with previously identified parties, which new connections have arisen from recent new client representations undertaken by Jenner & Block:

- a. Jenner & Block entered the names of the Supplemental Identified Parties into a computer database containing the names of all clients and conflict information concerning such clients of Jenner & Block. Through the information generated from this computer inquiry, an inquiry distributed via electronic mail to all attorneys, and follow-up inquiries with Jenner & Block attorneys, it was determined that Jenner & Block represents no party adverse to the Debtors or the Debtors’ estates with respect to matters for which Jenner & Block has been retained, except as identified in the Initial Declaration, the Supplemental Declaration, or herein. None of

Jenner & Block's representations constitute a conflict with Jenner & Block's representation of the Examiner or will likely create a conflict in the future.

- b. For recent new client representations, Jenner & Block entered the new client names into the firm's computer database containing the names of all previously identified parties and the Supplemental Identified Parties. Through information generated from this computer-inquiry and through follow-up inquiries with Jenner & Block attorneys, it was confirmed that Jenner & Block's representation of the new client would not conflict with Jenner & Block's representation of the Examiner in these Chapter 11 Cases and will not likely create a conflict in the future.

5. Based upon the results of the Firm Disclosure Procedures, I respectfully represent that Jenner & Block, its partners, attorneys, or counsel do not have any connections with any of Supplemental Identified Parties or previously identified parties, and do not have any interest materially adverse to the interests of the estates of any of the Debtors, or any class of creditors or equity security holders of any of the Debtors, by reason of any direct or indirect relationship to, connection with, or interest in, any of the Debtors, or for any other reason, except as set forth in the Initial Declaration, the Supplemental Declaration, the Second Supplemental Declaration, and herein.

6. As previously disclosed in the Initial Declaration, the Supplemental Declaration, and the Second Supplemental Declaration, Jenner & Block, its partners, attorneys, and counsel have represented in the past, may currently represent, and/or may in the future represent, creditors of the Debtors and various other parties-in-interest in these Chapter 11 Cases with respect to matters which are completely unrelated to the Debtors and their affiliates. Jenner & Block's, its partners', attorneys', and counsels' supplemental disclosure of connections with these creditors and other parties-in-interest are described below.

Party in Interest	Relationship with Jenner & Block²	Relationship with Debtors
Board of Education of the City of Chicago	Former client on unrelated matter	Potential Party in Interest
Centerbridge Credit Partners LP	Former client affiliate on unrelated matter	Potential Party in Interest
Centerbridge Credit Partners Master LP	Former client affiliate on unrelated matter	Potential Party in Interest
Centerbridge Special Credit Partners, L.P.	Former client affiliate on unrelated matter	Potential Party in Interest
Cinemark USA, Inc.	Affiliate of current client on unrelated matter	Potential Party in Interest
Cisco Systems, Inc.	Current client on unrelated matter	Potential Party in Interest
Commerzbank	Current client on unrelated matter	Potential Party in Interest
Constellation Energy Group	Affiliate of current client on unrelated matter	Potential Party in Interest
Countrywide Home Loans	Former client on unrelated matter	Potential Party in Interest
DE Shaw	Current client on unrelated matter	Potential Party in Interest
Deutsche Bank AG	Affiliate of current client on unrelated matter	Potential Party in Interest
Deutsche Bank National Trust Company	Affiliate of current client on unrelated matter	Selected Derivative Counterparties
Deutsche Bank Trust Company Americas	Current client on unrelated matter	Selected Derivative Counterparties
Dow Jones & Co., Inc.	Affiliate of current client on unrelated matter	Potential Party in Interest
Fifth Third Bank, NA	Former client on unrelated matter	Potential Party in Interest
Genworth Life Insurance Co.	Affiliate of current client on unrelated matter	Potential Party in Interest
Great Lakes Dredge & Dock Corporation	Affiliate of current client on unrelated matter	Potential Party in Interest
Guggenheim Concourse, L.P.	Affiliate of current client on unrelated matter	Significant Lessors and Lessees

² A “current client” is an entity for which there are active matters on which Jenner & Block is engaged, and a “former client” is an entity for which there were no active matters as of the date of this Third Supplemental Declaration, but there may in the future be active matters.

HBK Investments LP	Current client on unrelated matter	Potential Party in Interest
Huron Consulting Group	Current client on unrelated matter	Significant Lessors and Lessees
ING Bank, FSB	Affiliate of current client on unrelated matter	Potential Party in Interest
Jackson Lewis LLP	Current client on unrelated matter	Professionals Retained by the Company
Macquarie	Current client on unrelated matter	Potential Party in Interest
McDermott Will & Emery, LLP	Current client on unrelated matter	Professionals Retained by the Company
Nomura Global Financial Products Inc.	Litigation Claimants	Affiliate of current client on unrelated matter
Nomura International PLC	Current client on unrelated matter	Potential Party in Interest
NPL	Affiliate of current client on unrelated matter	Potential Party in Interest
Office Depot, Inc.	Affiliate of current client on unrelated matter	Affiliations of Outside Directors
Putnam Investments, LLC	Affiliate of current client on unrelated matter	Potential Party in Interest
Robert A. Schoellhorn	Former client on unrelated matter	Potential Party in Interest
Ross Financial Co.	Affiliate of current client on unrelated matter	Potential Party in Interest
Shell Energy North America (US) L.P.	Affiliate of current client on unrelated matter	Potential Party in Interest
Shell Trading (US) Company	Affiliate of current client on unrelated matter	Potential Party in Interest
Sprint Solutions, Inc.	Affiliate of current client on unrelated matter	Potential Party in Interest
Standard Bank PLC	Former client on unrelated matter	Potential Party in Interest
Tetra Tech, Inc	Current client on unrelated matter	Potential Party in Interest
The Related Companies	Current client on unrelated matter	Potential Party in Interest
Yankee Candle Company, Inc.	Affiliate of current client on unrelated matter	Potential Party in Interest

7. None of the matters for which Jenner & Block represents any of the above-mentioned parties are or were related to the Debtors' chapter 11 bankruptcies. In addition, as previously stated in the Initial Declaration, the Supplemental Declaration, and the Second Supplemental Declaration, Jenner & Block will not represent any client other than the Examiner in any matter in the Chapter 11 Cases.

8. Pursuant to Bankruptcy Rule 2014, Jenner & Block will provide the Court with any supplemental information regarding Jenner & Block's connections with the Debtors or other parties-in-interest as any such information becomes available.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 9th day of April, 2010, at New York, New York.

/s/ Patrick J. Trostle
Patrick J. Trostle